F16 5a - 41

QUITCLAIM DEED

BOOK 8073 PAGE 660

FROM: CHIMNEYTOP II-OXFORD ASSOCIATES LIMITED PARTNERSHIP, an Indiana limited partnership

This instrument was prepared by:

W. Fred Williams, Esquire
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

TO: CHIMNEYTOP II JOINT VENTURE, a Tennessee joint venture

Address New Owner as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:	Map-Parcel Numbers 174-82 163-210 174-79 174-80 174-81 Field Book Numbers 5DU 35115 5DU 32745 5DU 32753 5DU 32749 5DU 32747
CHIMNEYTOP II JOINT VENTURE c/o Zentec, Inc. 333 South Hope Street, H11-54 Los Angeles, California 90071	CHIMNEYTOP II JOINT VENTURE c/o Zentec, Inc. 333 South Hope Street, H11-54 Los Angeles, California 90071	

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

The actual consideration for this transfer is Seventy-Five Thousand Dollars ($75,000.00).

Affiant

Sworn to and subscribed before me, this 26th day of March, 1990.

Notary Public

My Commission Expires: July 5, 1993

OFFICIAL SEAL
MERILYN A. ROBERTS
NOTARY PUBLIC-CALIFORNIA
LOS ANGELES COUNTY
My Commission Expires July 5, 1993

THIS QUITCLAIM DEED, made as of the 27th day of March, in the year One Thousand Nine Hundred Ninety between

CHIMNEYTOP II - OXFORD ASSOCIATES LIMITED PARTNERSHIP,
an Indiana limited partnership,

as party of the first part (hereinafter referred to as "Grantor"), and

CHIMNEYTOP II JOINT VENTURE,
a Tennessee Joint Venture,

as party of the second part (hereinafter referred to as "Grantee").

W I T N E S S E T H :

THAT, Grantor, for and in consideration of the sum of Seventy-Five Thousand and No/100 Dollars ($75,000.00), in hand paid at and before the sealing and delivery of these presents, and other good and valuable considerations, the receipt and sufficiency whereof are hereby acknowledged, has granted, bargained, sold, aliened, transferred, quitclaimed, conveyed and confirmed, and by these presents does hereby grant, bargain, sell, alien, transfer, quitclaim, convey and confirm unto Grantee, its successors, successors-in-title and assigns, all of Grantor's rights, title and interest in and to that certain real property located in Davidson County, Tennessee, more particularly described on Exhibit "A" attached hereto and made a part hereof.

This conveyance is made subject to, but without assumption of, the indebtedness secured by that certain First Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing Statement dated as of September 1, 1984, from Grantor for the benefit of The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County (the "Board") recorded in the Register's Office of Davidson County, Tennessee, at Book 6410, Page 93 (hereinafter referred to as the "First Deed of Trust") and that certain Second Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing Statement dated as of September 1, 1984 from Grantor for the benefit of Security Pacific National Bank and recorded in the Register's Office of Davidson County, Tennessee, at Book 6410, Page 251 (hereinafter referred to as the "Second Deed of Trust"). It is the intention of the parties hereto that the interest created in Grantee pursuant to the execution and delivery hereof not be merged with the interest created in the Board, its successors, successors-in-interest and assigns, pursuant to the First Deed of Trust or with the interest

created in Security Pacific National Bank, it successors, successors-in-interest and assigns, pursuant to the Second Deed of Trust but that such interest of Grantee remain separate and distinct, and that the lien of the First Deed of Trust be preserved in favor of the Board, its successors, successors-in interest and assigns and the lien of the Second Deed of Trust be preserved in favor of Security Pacific National Bank, its successors, successors-in-interest and assigns. Nothing contained herein shall serve to release the lien and encumbrance created by the First Deed of Trust or the Second Deed of Trust nor to satisfy the indebtedness secured thereby. It is the intention of the parties hereto that this instrument constitute an absolute conveyance of the title to the property conveyed hereby and not be construed as a conveyance given for further security for the indebtedness secured by the First Deed of Trust or the Second Deed of Trust.

THIS CONVEYANCE IS MADE SUBJECT AND SUBORDINATE TO THE FIRST DEED OF TRUST AND THE SECOND DEED OF TRUST.

This is improved property, the location of which is 100-489 Mountain High Drive, Nashville, Tennessee, 37013, and the mailing address of which is 100 Mountain High Drive, Nashville, Tennessee, 37013, commonly known as "Chimneytop Apartments, Phase II".

IN WITNESS WHEREOF, Grantor has caused this Quitclaim Deed to be executed under seal by its duly authorized representatives the day and year first above written.

GRANTOR:

CHIMNEYTOP II-OXFORD ASSOCIATES LIMITED PARTNERSHIP, an Indiana Limited Partnership

By: Oxford Equities Corporation,
An Indiana corporation,
Managing General Partner

By: Audrey R. Morris
Title: Vice President

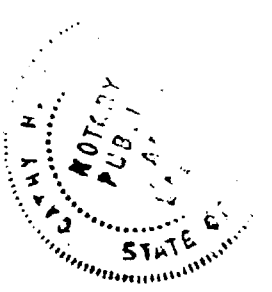
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Cathy H. Pruitt, a Notary Public of the State and County aforesaid Audrey R. Morris, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Vice President of Oxford Equities Corporation, an Indiana Corporation, the Managing General Partner of Chimneytop II-Oxford Associates Limited Partnership, an Indiana limited partnership and the within named Grantor, and that she as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation on behalf of the Grantor by herself as Vice President.

WITNESS my hand and seal, at Office, this 27th day of March, 1990.

Cathy N. Pruitt
Notary Public

My Commission Expires: 3/27/93



13926

IDENTIF. REFERENCE

MAR 27 4 25 PM '90

DAVIDSON COUNTY TN.

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Exhibit A

Being a parcel of land in the First Civil District, Davidson County, Nashville, Tennessee, located south of interstate highway I-24, west of Cane Ridge Road, and north of Mill Creek, more particularly described as follows:

Beginning at a concrete monument in the west margin of Cane Ridge Road, being the southeast corner of Chimneytop Phase One;

Thence, with Cane Ridge Road S 59° 11' 27" E 50.17 feet to an iron pin;

Thence, with a curve to the right, having a central angle of 17° 59' 44", a radius of 637.00 feet and a curve length of 200.07 feet to the northeast corner of Buford L. Huddleston, et ux, as of record in Book 4044, Page 328;

Thence, with the northwest line of Huddleston, S 45° 07' 19" W 1006.32 feet to a fence corner;

Thence, with the north line of Ethel P. Reavis as of record in Book 3030, Page 174, N 87° 49' 10" W 132.70 feet to an iron pin;

Thence, continuing with Reavis, N 87° 16' 36" W 1093.11 feet to an iron pin;

Thence, with a north line of Milton A. Paul as of record in Book 3612, Page 467, N 86° 19' 39" W 448.94 feet to a corner stone, being the southeast corner of McDowell Development Company, as of record in Book 4634, Page 761;

Thence, with the east line of McDowell along a wire fence N 04° 49' 18" E 313.90 feet to an iron pin;

Thence, N 03° 26' 57" E 681.29 feet to an iron pin, being the southwest corner of Chimneytop, Phase One, William W. Berry, Jr., Trustee, as of record in Book 5544, Page 139;

Thence, with the south line of Chimneytop, Phase One, S 89° 56' 58" E 575.96 feet to a concrete monument;

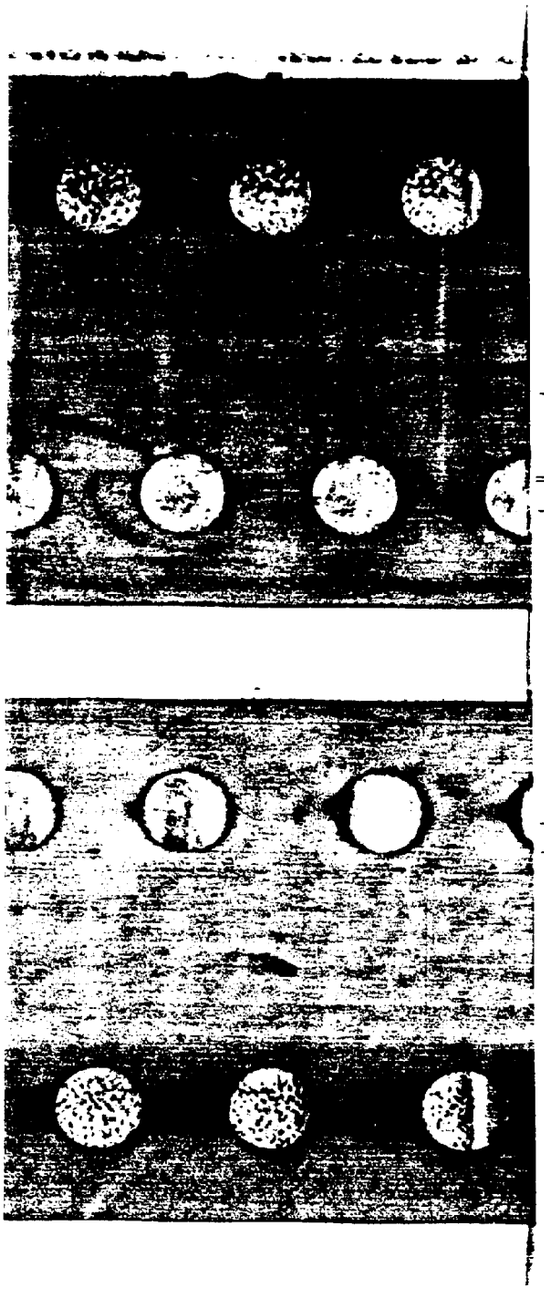
Thence, S 32° 21' 22" E 464.11 feet to a concrete monument;

Thence, S 85° 21' 00" E 1099.85 feet to a concrete monument;

Thence, N37° 06' 00" E 333.90 feet to the point of beginning.

Containing 35.91 acres more or less.

Being the same property conveyed to Chimneytop II-Oxford Associates Limited Partnership, an Indiana limited partnership, by deeds of record in Book 6392, page 137, and Book 6392, page 142, Register's Office for Davidson County, Tennessee.



OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8073 PAGE 665

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 75000.00
CON TX 247.50
PRFEE 1.00
MDEED 15.00
TOTAL 263.50
CHECK 263.50

03/27/90 01 16:24 0001 6132

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

11 39 26

IDENTIFICATION REFERENCE

MAR 27 4 25 PM '90

DAVIDSON COUNTY TN.

No. 304552